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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO / OAKLAND DIVISION

EUNICE LEE, and SUSAN MONTEGNA,
individually and on behalf of all others
similarly situated,

Plaintiffs,

v.

ULTA SALON, COSMETICS &
FRAGRANCE, INC.

Defendant.

Case No. 09-04022 (JSW)

CLASS ACTION

**~~[PROPOSED]~~ ORDER GRANTING
PLAINTIFFS' MOTION FOR AWARD
OF ATTORNEYS' FEES AND
REIMBURSEMENT OF COSTS AND
EXPENSES**

Date: December 17, 2010
Time: 9 A.M.
Courtroom: 11

Before: Honorable Jeffrey S. White

Complaint Filed: July 28, 2009

1 This matter came on for hearing on December 17, 2010, upon Plaintiffs' Motion for Award
 2 of Attorneys' Fees and Reimbursement of Costs. The Court having reviewed the motion and
 3 supporting papers, and being familiar with the record in these proceedings, and having given final
 4 approval to the class action settlement in this matter on the term set forth in the Stipulation of
 5 Settlement and Release, and good cause appearing, the Court hereby finds and orders that:

6 1. The Court has jurisdiction over the subject matter of this action, including the instant
 7 motion, the Defendant Ulta Salon, Cosmetics & Fragrance, Inc., and the Class.

8 2. Notice of the class action settlement, including the request for attorneys' fees and
 9 costs reimbursement was sent in accordance with the Preliminary Approval Order and in
 10 compliance with Rule 23(h)(1) of the Federal Rules of Civil Procedure by mailing to class
 11 members' most recent know addresses.

12 3. Class members have been given the opportunity to object in compliance with Fed. R.
 13 Civ. P. 23(h)(2). No objections were received.

14 4. The amount of the reasonable attorneys' fees awarded to Class Counsel should be
 15 based on the percentage of the common fund approach. *Blum v. Stenson*, 465 U.S. 886, 900 n.16
 16 (1984). An attorneys' fees award of \$350,000, equivalent to 23.7 percent of the common fund, is
 17 proper based on this Circuit's benchmark of 25 percent. *See e.g., Vizcaino v. Microsoft Corp.*, 290
 18 F.3d 1043 (9th Cir. 2002); *Six Mexican Workers v. Arizona Citrus Growers*, 904 F.2d 1301 (9th
 19 Cir. 1990); *Paul, Johnson, Alston & Hunt v. Gaulty*, 886 F.2d 268 (9th Cir. 1989). This award is
 20 based on attorneys' fees awards issued in similar cases, the Ninth Circuit's 25% benchmark, that
 21 the common fund of \$1,477,000 was created for the Class through the efforts of Class Counsel, that
 22 Class Counsel has litigated this case diligently and has achieved an outstanding result for the Class,
 23 that Class Counsel has litigated the case to date without receiving any compensation, and the
 24 reasonableness and fairness of the requested award in view of the results obtained, the hours and
 25 efforts expended, and the risks undertaken by Class Counsel.

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5. The litigation costs and expenses incurred by Class Counsel through November 11, 2010 have been adequately documented and were reasonably incurred for the benefit of the Class. Class Counsel have incurred and will continue to incur additional costs and expenses in connection with moving for final approval of the settlement and approval of a fees and costs award, implementing the settlement, and bringing this matter to a final resolution. Therefore, the Court finds that reimbursement of costs and expenses in an amount not to exceed \$15,000 is reasonable and justified.

WHEREFORE, THE COURT HEREBY ORDERS:

Class Counsel (Rudy, Exelrod, Zieff & Lowe, LLP) are hereby awarded attorneys' fees in the amount of \$350,000 and reimbursement of costs and expenses in an amount not to exceed \$15,000. The Settlement Administrator shall pay the awarded fees and costs to Class Counsel in accordance with the terms of this Order and the terms set forth in the Stipulation of Settlement and Release. Prior to such payment, Class Counsel shall certify to the Settlement Administrator the then-current amount of Counsel's costs and expenses incurred, which amount, not to exceed \$15,000, shall be the amount of the costs reimbursement to be paid to Class Counsel. Counsel shall also file this certification with the Court.

IT IS SO ORDERED.

Dated: December 17, 2010


Honorable Jeffrey S. White
United States District Judge